

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	)	Chapter 11
DELTA AIR LINES, INC., <u>et al.</u> ,	)	Case No. 05-17923 (ASH)
Reorganized Debtors.	)	Jointly Administered
	)	
KENTON COUNTY BONDHOLDERS	)	
COMMITTEE	)	
Appellants.	)	07 Civ. 3968 (JGK)
v.	)	
DELTA AIR LINES, INC., <u>et al.</u> ,	)	
Appellees.	)	
	)	

**COUNTERDESIGNATION OF RECORD ON APPEAL FROM  
ORDER ENTERED BY THE DISTRICT COURT ON  
AUGUST 27, 2007 [CIVIL DOCKET NO. 25] ON BEHALF OF  
REORGANIZED DEBTORS, KENTON COUNTY AIRPORT  
BOARD, UMB BANK, N.A. AS INDENTURE TRUSTEE, AND THE  
POST-EFFECTIVE COMMITTEE OF UNSECURED CREDITORS**

Delta Air Lines, Inc. (“Delta”) and those of its subsidiaries that are reorganized debtors in these proceedings (collectively, the “Reorganized Debtors”),<sup>1</sup> the Kenton County Airport Board (“KCAB”), UMB Bank, N.A., as Indenture Trustee (the “Trustee”), and the Post-Effective Committee of Unsecured Creditors (the “Committee”), by and through their undersigned

<sup>1</sup> The Reorganized Debtors are the following entities: ASA Holdings, Inc.; Comair Holdings, LLC; Comair, Inc.; Comair Services, Inc.; Crown Rooms, Inc.; DAL Aircraft Trading, Inc.; DAL Global Services, LLC; DAL Moscow, Inc.; Delta AirElite Business Jets, Inc.; Delta Air Lines, Inc.; Delta Benefits Management, Inc.; Delta Connection Academy, Inc.; Delta Corporate Identity, Inc.; Delta Loyalty Management Services, LLC; Delta Technology, LLC; Delta Ventures III, LLC; Epsilon Trading, LLC; Kappa Capital Management, Inc.; and Song, LLC.

attorneys, hereby submit, pursuant to Rule 6(b)(2)(B)(ii) of the Federal Rules of Appellate Procedure, the following counter-designation of additional items to be included in the record on appeal to the United States Court of Appeals for the Second Circuit with respect to the appeal of the order and opinion of the United States District Court for the Southern District of New York (the “Order”), dated August 27, 2007 [Civ. Docket No. 25], affirming that Order of the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court Order”), dated April 24, 2006 [Bankr. Docket No. 5916] granting the Debtors’ Motion Pursuant to Bankruptcy Rule 9019 and Bankruptcy Code Sections 105, 363 and 365 for Entry of an Order (I) Approving Settlement Agreement; (II) Approving the Rejection of Certain Agreements; and (III) Authorizing the Entry into Certain New Agreements [Bankr. Docket No. 5050].

**Counter-Designation of Additional Items to Be Included  
in the Record on Appeal**

Pursuant to Rule 6(b)(2)(B)(ii) of the Federal Rules of Appellate Procedure, the Reorganized Debtors, KCAB, the Trustee, and the Committee counter-designate the following additional items to be included in the record on appeal:

Date	Bankruptcy Docket Number	Pleading
1/9/07	4096	Re-Notice of Hearing
2/22/07	5585	Transcript of February 22, 2007 Hearing before The Honorable Adlai S. Hardin, United States Bankruptcy Court, Southern District of New York
3/13/07	5193	Supplemental Statement of White & Case

		LLP Pursuant to Bankruptcy Code 2019
3/27/07	5459	Second Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
4/25/07	5978	Third Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
5/4/07	6095	Fourth Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
4/18/07	5822	Certification of Jane Sullivan of Financial Balloting Group LLC with Respect to the Tabulation of Votes on the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
4/27/07	6023	Order Denying Application of Objecting Bondholders For Stay Pending Appeal of This Court's Order (I) Approving Settlement Agreement Pursuant to Federal Rule of Bankruptcy Procedure 9019, (II) Approving the Rejection of Certain Agreements Under Section 365 and (III) Authorizing the Entry into Certain New Agreements Under Section 363
4/25/07	6139	Transcript of April 25, 2007 Hearing before The Honorable Adlai S. Hardin, United States Bankruptcy Court, Southern District of New York
4/25/07	5998	Order Confirming Debtors' Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code
4/4/07		Deposition Transcript of Frank Bramwell (highlighted portions as agreed to and designated by the parties)
4/6/07		Deposition Transcript of Robert F. Holscher, (highlighted portions as agreed to and designated by the parties)
4/10/07		Deposition Transcript of Jay Turney (highlighted portions as agreed to and

		designated by the parties)
4/23/07	5863	Declaration of Timothy R. Coleman in Support of the Confirmation of the Debtors' Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code
4/23/07	5863	Declaration of Edward H. Bastian in Support of Confirmation of the Debtors' Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code
5/2/07		Transcript of May 2, 2007 Stay Hearing before The Honorable John G. Koetl, United States District Court, Southern District of New York

New York, NY  
Dated: October 4, 2007

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